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Form **990-T**

**Exempt Organization Business Income Tax Return** (and proxy tax under section 6033(e))

OMB No. 1545-0687

**2011**

Department of the Treasury  
Internal Revenue Service

For calendar year 2011 or other tax year beginning 06/01, 2011, and ending 05/31, 2012 **See separate instructions**

Open to Public Inspection for 501(c)(3) Organizations Only

**A**  Check box if address changed

Name of organization (  Check box if name changed and see instructions )

**D Employer identification number**  
(Employees' trust, see instructions)

**B** Exempt under section

**Print or Type**

RICHARD & ELIZABETH WITTEN FAMILY FOUNDATION

13-3632751

501(c)(3)  408(e)  220(e)  408A  530(a)  529(a)

Number, street, and room or suite no. If a P.O. box, see instructions

C/O BCRS ASSOCIATES, LLC

77 WATER STREET, 9TH FLOOR

**E Unrelated business activity codes**  
(See instructions)

City or town, state, and ZIP code

NEW YORK, NY 10005

523000

**C** Book value of all assets at end of year

6,066,365.

**F** Group exemption number (See instructions) **F**

**G** Check organization type  501(c) corporation  501(c) trust  401(a) trust  Other trust

**H** Describe the organization's primary unrelated business activity **INVESTMENT IN LTD PARTNERSHIPS**

**I** During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group?  Yes  No

If "Yes," enter the name and identifying number of the parent corporation

**J** The books are in care of **BCRS ASSOCIATES, LLC** Telephone number **212-440-0800**

**Part I Unrelated Trade or Business Income**

(A) Income (B) Expenses (C) Net

		(A) Income	(B) Expenses	(C) Net
1a	Gross receipts or sales			
b	Less returns and allowances			
<b>c Balance</b>		<b>1c</b>		
2	Cost of goods sold (Schedule A, line 7)	2		
3	Gross profit Subtract line 2 from line 1c	3		
4a	Capital gain net income (attach Schedule D)	4a	10,325.	10,325.
b	Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4b		
c	Capital loss deduction for trusts	4c		
5	Income (loss) from partnerships and S corporations (attach statement)	5	-2,366. ATCH 1	-2,366.
6	Rent income (Schedule C)	6		
7	Unrelated debt-financed income (Schedule E)	7		
8	Interest, annuities, royalties, and rents from controlled organizations (Schedule F)	8		
9	Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	9		
10	Exploited exempt activity income (Schedule I)	10		
11	Advertising income (Schedule J)	11		
12	Other income (See instructions, attach schedule)	12	-7,959. ATCH 2	-7,959.
13	<b>Total</b> Combine lines 3 through 12	13		

**Part II Deductions Not Taken Elsewhere** (See instructions for limitations on deductions.) (Except for contributions, deductions must be directly connected with the unrelated business income)

14	Compensation of officers, directors, and trustees (Schedule K)	14		
15	Salaries and wages	15		
16	Repairs and maintenance	16		
17	Bad debts	17		
18	Interest (attach schedule)	18		
19	Taxes and licenses	19		250.
20	Charitable contributions (See instructions for limitation rules)	20		
21	Depreciation (attach Form 4562)	21		
22	Less depreciation claimed on Schedule A and elsewhere on return	22a		
23	Depletion	23		
24	Contributions to deferred compensation plans	24		
25	Employee benefit programs	25		
26	Excess exempt expenses (Schedule J)	26		
27	Excess readership costs (Schedule J)	27		
28	Other deductions (attach schedule)	28	ATTACHMENT 3	31.
29	<b>Total deductions.</b> Add lines 14 through 28	29		281.
30	Unrelated business taxable income before net operating loss deduction Subtract line 29 from line 13	30		-281.
31	Net operating loss deduction (limited to the amount on line 30)	31		
32	Unrelated business taxable income before specific deduction Subtract line 31 from line 30	32		-281.
33	Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions)	33		1,000.
34	<b>Unrelated business taxable income.</b> Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32.	34		-281.

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**Part III Tax Computation**

<b>35 Organizations Taxable as Corporations.</b> See instructions for tax computation. Controlled group members (sections 1561 and 1563) check here <input type="checkbox"/> See instructions and	
a Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order) (1) \$ <input type="text"/> (2) \$ <input type="text"/> (3) \$ <input type="text"/>	
b Enter organization's share of (1) Additional 5% tax (not more than \$11,750) . . . . . \$ <input type="text"/> (2) Additional 3% tax (not more than \$100,000) . . . . . \$ <input type="text"/>	
c Income tax on the amount on line 34 . . . . . ▶	<b>35c</b>
<b>36 Trusts Taxable at Trust Rates</b> See instructions for tax computation. Income tax on the amount on line 34 from <input checked="" type="checkbox"/> Tax rate schedule or <input type="checkbox"/> Schedule D (Form 1041) . . . . . ▶	<b>36</b>
<b>37 Proxy tax</b> See instructions . . . . . ▶	<b>37</b>
<b>38 Alternative minimum tax</b> . . . . . ▶	<b>38</b>
<b>39 Total</b> Add lines 37 and 38 to line 35c or 36, whichever applies . . . . . ▶	<b>39</b>

**Part IV Tax and Payments**

<b>40 a</b> Foreign tax credit (corporations attach Form 1118, trusts attach Form 1116) . . . . .	<b>40a</b>	
<b>b</b> Other credits (see instructions) . . . . .	<b>40b</b>	
<b>c</b> General business credit Attach Form 3800 (see instructions) . . . . .	<b>40c</b>	
<b>d</b> Credit for prior year minimum tax (attach Form 8801 or 8827) . . . . .	<b>40d</b>	
<b>e Total credits.</b> Add lines 40a through 40d . . . . .	<b>40e</b>	
<b>41</b> Subtract line 40e from line 39 . . . . .	<b>41</b>	
<b>42</b> Other taxes Check if from <input type="checkbox"/> Form 4255 <input type="checkbox"/> Form 8611 <input type="checkbox"/> Form 8697 <input type="checkbox"/> Form 8866 <input type="checkbox"/> Other (attach schedule) . . . . .	<b>42</b>	
<b>43 Total tax.</b> Add lines 41 and 42 . . . . .	<b>43</b>	
<b>44 a</b> Payments A 2010 overpayment credited to 2011 . . . . .	<b>44a</b>	2,000.
<b>b</b> 2011 estimated tax payments . . . . .	<b>44b</b>	
<b>c</b> Tax deposited with Form 8868 . . . . .	<b>44c</b>	
<b>d</b> Foreign organizations Tax paid or withheld at source (see instructions) . . . . .	<b>44d</b>	
<b>e</b> Backup withholding (see instructions) . . . . .	<b>44e</b>	
<b>f</b> Credit for small employer health insurance premiums (Attach Form 8941) . . . . .	<b>44f</b>	
<b>g</b> Other credits and payments <input type="checkbox"/> Form 2439 <input type="checkbox"/> Form 4136 <input type="checkbox"/> Other <input type="text"/> Total ▶	<b>44g</b>	
<b>45 Total payments</b> Add lines 44a through 44g . . . . .	<b>45</b>	2,000.
<b>46</b> Estimated tax penalty (see instructions) Check if Form 2220 is attached . . . . . ▶ <input type="checkbox"/>	<b>46</b>	
<b>47 Tax due</b> If line 45 is less than the total of lines 43 and 46, enter amount owed . . . . . ▶	<b>47</b>	
<b>48 Overpayment.</b> If line 45 is larger than the total of lines 43 and 46, enter amount overpaid . . . . . ▶	<b>48</b>	2,000.
<b>49</b> Enter the amount of line 48 you want Credited to 2012 estimated tax ▶	<b>49</b>	2,000. Refunded ▶

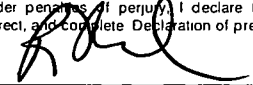
**Part V Statements Regarding Certain Activities and Other Information** (see instructions)

<b>1</b> At any time during the 2011 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here ▶	Yes	No
<b>2</b> During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? . . . . . If YES, see instructions for other forms the organization may have to file		X
<b>3</b> Enter the amount of tax-exempt interest received or accrued during the tax year ▶ \$		

**Schedule A - Cost of Goods Sold.** Enter method of inventory valuation ▶

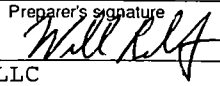
<b>1</b> Inventory at beginning of year . . . . .	<b>1</b>		<b>6</b> Inventory at end of year . . . . .	<b>6</b>	
<b>2</b> Purchases . . . . .	<b>2</b>		<b>7</b> Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2 . . . . .	<b>7</b>	
<b>3</b> Cost of labor . . . . .	<b>3</b>		<b>8</b> Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization? . . . . .	Yes	No
<b>4 a</b> Additional section 263A costs (attach schedule) . . . . .	<b>4a</b>				X
<b>b</b> Other costs (attach schedule) . . . . .	<b>4b</b>				
<b>5 Total.</b> Add lines 1 through 4b . . . . .	<b>5</b>				

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign Here** ▶  **3/21/13** ▶ **TRUSTEE**

Signature of officer Date Title

May the IRS discuss this return with the preparer shown below (see instructions)?  Yes  No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>WILLIAM RABETZ</b>	Preparer's signature 	Date <b>3/20/13</b>	Check <input type="checkbox"/> if self-employed	PTIN <b>P00963994</b>
	Firm's name ▶ <b>BCRS ASSOCIATES, LLC</b>	Firm's EIN ▶ <b>13-4078147</b>		Phone no <b>212-440-0800</b>	
	Firm's address ▶ <b>77 WATER STREET, 9TH FLOOR</b> <b>NEW YORK, NY 10005</b>				

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)

N/A

(see instructions)

1 Description of property

Table with 1 column for description of property, rows (1) through (4).

2 Rent received or accrued

Table with 3 columns: (a) From personal property, (b) From real and personal property, 3(a) Deductions directly connected with the income. Rows (1) through (4) and Total.

(c) Total income Add totals of columns 2(a) and 2(b) Enter here and on page 1, Part I, line 6, column (A) . . . . .

(b) Total deductions Enter here and on page 1, Part I, line 6, column (B) ▶

Schedule E - Unrelated Debt-Financed Income (see instructions)

N/A

Table with 5 columns: 1. Description of debt-financed property, 2. Gross income from or allocable to debt-financed property, 3. Deductions directly connected with or allocable to debt-financed property (a) Straight line depreciation, (b) Other deductions, 4. Amount of average acquisition debt, 5. Average adjusted basis, 6. Column 4 divided by column 5, 7. Gross income reportable, 8. Allocable deductions. Rows (1) through (4) and Totals.

Total dividends-received deductions included in column 8 . . . . .

Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

N/A

Table for Exempt Controlled Organizations with 6 columns: 1. Name of controlled organization, 2. Employer identification number, 3. Net unrelated income, 4. Total of specified payments made, 5. Part of column 4 that is included in the controlling organization's gross income, 6. Deductions directly connected with income in column 5. Rows (1) through (4).

Nonexempt Controlled Organizations

Table for Nonexempt Controlled Organizations with 5 columns: 7. Taxable Income, 8. Net unrelated income, 9. Total of specified payments made, 10. Part of column 9 that is included in the controlling organization's gross income, 11. Deductions directly connected with income in column 10. Rows (1) through (4) and Totals.

**Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization** (see instructions)

N/A

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col 3 plus col 4)
(1)				
(2)				
(3)				
(4)				
<b>Totals</b> . . . . . ▶		Enter here and on page 1, Part I, line 9, column (A)		Enter here and on page 1, Part I, line 9, column (B)

**Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income** (see instructions)

N/A

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3) If a gain, compute cols 5 through 7	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4)
(1)						
(2)						
(3)						
(4)						
<b>Totals</b> . . . . . ▶		Enter here and on page 1, Part I, line 10, col (A)	Enter here and on page 1, Part I, line 10, col (B)			Enter here and on page 1, Part II, line 26

**Schedule J - Advertising Income** (see instructions)

N/A

**Part I Income From Periodicals Reported on a Consolidated Basis**

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col 2 minus col 3) If a gain, compute cols 5 through 7	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4)
(1)						
(2)						
(3)						
(4)						
<b>Totals</b> (carry to Part II, line (5)) . . . ▶						

**Part II Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

N/A

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col 2 minus col 3) If a gain, compute cols 5 through 7	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4)
(1)						
(2)						
(3)						
(4)						
(5) <b>Totals from Part I</b>						
<b>Totals, Part II</b> (lines 1-5) . . . ▶		Enter here and on page 1, Part I, line 11, col (A)	Enter here and on page 1, Part I, line 11, col (B)			Enter here and on page 1, Part II, line 27

**Schedule K - Compensation of Officers, Directors, and Trustees** (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1) ATCH 4		%	
(2)		%	
(3)		%	
(4)		%	
<b>Total</b> Enter here and on page 1, Part II, line 14 . . . ▶			

ATTACHMENT 1

FORM 990T - LINE 5 -INCOME (LOSS) FROM PARTNERSHIPS

SEE ATTACHMENT TO FORM 990-T

-2,366.

INCOME (LOSS) FROM PARTNERSHIPS

-2,366.

ATTACHMENT 2

PART I - LINE 12 - OTHER INCOME

SEE ATTACHMENT TO FORM 990-T

-7,959.

PART I - LINE 12 - OTHER INCOME

-7,959.

ATTACHMENT 3

FORM 990T - PART II - LINE 28 - TOTAL OTHER DEDUCTIONS

SEE ATTACHMENT TO FORM 990-T

31.

PART II - LINE 28 - OTHER DEDUCTIONS

31.



ATTACHMENT 4SCHD. K, FORM 990-T, COMPENSATION OF OFFICERS, DIRECTORS, & TRUSTEES

<u>NAME AND ADDRESS</u>	<u>TITLE</u>	<u>BUSINESS PERCENT</u>	<u>COMPENSATION</u>
RICHARD E. WITTEN C/O BCRS ASSOCIATES, LLC 77 WATER STREET-9TH FL NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0
ELIZABETH H. WITTEN C/O BCRS ASSOCIATES, LLC 77 WATER STREET-9TH FL NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0
TOTAL COMPENSATION			<u>0</u>

**SCHEDULE D  
(Form 1041)**

**Capital Gains and Losses**

OMB No 1545-0092

Department of the Treasury  
Internal Revenue Service

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

**2011**

Name of estate or trust

RICHARD & ELIZABETH WITTEN FAMILY FOUNDATION

Employer identification number

13-3632751

**Note:** Form 5227 filers need to complete *only* Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS					2,307.

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	7,746.
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	2,579.
<b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	10,325.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		
<b>14</b>	<b>Net long-term gain or (loss):</b>			
	a Total for year . . . . .	<b>14a</b>	10,325.	10,325.
	b Unrecaptured section 1250 gain (see line 18 of the wrksh) . . . . .	<b>14b</b>		
	c 28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>	10,325.	10,325.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

**Part IV Capital Loss Limitation**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000 . . . . .	<b>16</b>	( )
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**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col. (2) is more than zero

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20 If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17 If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,300 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23. . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24. . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% ( 15) . . . . .	<b>30</b>		
<b>31</b>	Figure the tax on the amount on line 23 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>		
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>		
<b>33</b>	Figure the tax on the amount on line 17 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>		
<b>34</b>	<b>Tax on all taxable income.</b> Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>		

RICHARD AND ELIZABETH WITTEN FAMILY FOUNDATION  
 EIN: 13-3632751  
 ATTACHMENT TO FORM 990-T AND CT-13  
 FYE 5/31/2012

LINE 4a : CAPITAL GAINS

LONG-TERM CAPITAL GAIN (LOSS)	15%		
STONE STREET REAL ESTATE FUND 2000 LP		EIN 75-2876823	7,746
LONG-TERM CAPITAL GAIN (LOSS)	25%		
STONE STREET REAL ESTATE FUND 2000 LP		EIN 75-2876823	2,579
		TOTAL TO FORM 990-T, LINE 4a	10,325

LINE 5 : INCOME (LOSS) FROM PARTNERSHIPS

ORDINARY INCOME			
STONE STREET REAL ESTATE FUND 2000 LP		EIN 75-2876823	(1,894)
RENTAL REAL ESTATE			
STONE STREET REAL ESTATE FUND 2000 LP		EIN 75-2876823	(472)
		TOTAL TO FORM 990-T, LINE 5	(2,366)

LINE 12 . OTHER INCOME

UTILIZATION OF PRIOR YEAR SUSPENDED PASSIVE ACTIVITY LOSS			(7,959)
		TOTAL TO FORM 990-T, LINE 12	(7,959)
		TOTAL INCOME - FORM 990-T, LINE 13	<u>          -</u>

LINE 19 : TAXES AND LICENSES

ARTICLE 13 TAX PAID			(250)
		TOTAL TO FORM 990-T, LINE 19	(250)

LINE 28 . OTHER DEDUCTIONS

FOREIGN TAX PAID THRU.			
STONE STREET REAL ESTATE FUND 2000 LP		EIN 75-2876823	(31)
		TOTAL TO FORM 990-T, LINE 28	(31)
		TOTAL DEDUCTIONS - FORM 990-T, LINE 29	<u>          (281)</u>
		TOTAL NET INCOME - FORM 990-T, LINE 30	<u>          (281)</u>

THE RICHARD AND ELIZABETH WITTEN FAMILY FOUNDATION  
 EIN: 13-3632751  
 FYE 5/31/2012

FORM 990-T

SCHEDULE OF NET OPERATING LOSS CARRY FORWARD:

FYE	CURRENT YEAR OPERATING (LOSS)	OPERATING (LOSS) UTILIZED	NET OPERATING (LOSS)	TOTAL OPERATING (LOSS) CARRYOVER
5/31/2002	(3,032)	0	(3,032)	(3,032)
5/31/2003	(2,748)	0	(2,748)	(5,780)
5/31/2004	0	1,008	0	(4,772)
5/31/2005	(22,726)	0	(22,726)	(27,498)
5/31/2006	(2,510)	0	(2,510)	(30,008)
5/31/2007	0	7,413	0	(22,595)
5/31/2008	0	7,275	0	(15,320)
5/31/2009	(344)	0	(344)	(15,664)
5/31/2010	(247)	0	(247)	(15,911)
5/31/2011	(254)	0	(254)	(16,165)
5/31/2012	(281)	0	(281)	(16,446)

SCHEDULE OF SUSPENDED PASSIVE ACTIVITY LOSS CARRY FORWARD:

FYE	CURRENT YEAR PASSIVE (LOSS)	PASSIVE (LOSS) UTILIZED	NET PASSIVE (LOSS)	TOTAL PASSIVE (LOSS) CARRYOVER
5/31/2009	(623)	0	(623)	(623)
5/31/2010	(2)	0	(2)	(625)
5/31/2011	(8,224)	0	(8,224)	(8,849)
5/31/2012	0	7,959	0	(890)

## Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box  ▶
  - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).  
 A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only  ▶  
 All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. <b>RICHARD &amp; ELIZABETH WITTEN FAMILY FOUNDATION</b>	Employer identification number (EIN) or <input checked="" type="checkbox"/> <b>13-3632751</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>c/o BCRS ASSOCIATES, LLC; 77 WATER STREET - 9TH FLOOR</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10005</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 06

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ BCRS ASSOCIATES, LLC
- Telephone No. ▶ 212-440-0811 FAX No. ▶ N/A
- If the organization does not have an office or place of business in the United States, check this box  ▶
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until APRIL 15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ▶  calendar year 20 \_\_\_\_ or  
 ▶  tax year beginning JUNE 1, 20 11, and ending MAY 31, 20 2012.

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	0.00
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	2,000.00
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	0.00

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.